

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<p>In re CENTER CITY HEALTHCARE, LLC d/b/a HAHNEMANN UNIVERSITY HOSPITAL, <i>et al.</i>, Debtor.</p> <p>CENTER CITY HEALTHCARE, LLC, d/b/a HAHNEMANN UNIVERSITY HOSPITAL, and ST. CHRISTOPHER'S HEALTHCARE, LLC Plaintiffs, v. INTEGRA LIFESCIENCES CORPORATION, Defendant.</p>	<p>Chapter 11 Case No. 19-11466 (MFW) (Jointly Administered)</p> <p>Adv. Proc. No. 21-50902(MFW)</p>
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**ANSWER AND AFFIRMATIVE DEFENSES OF INTEGRA LIFE SCIENCES  
CORPORATION TO COMPLAINT FOR AVOIDANCE AND RECOVERY OF  
TRANSFERS PURSUANT TO 11 U.S.C. §§ 547, 548 & 550 AND TO DISALLOW  
CLAIMS PURSUANT TO 11 U.S.C. § 502(d)**

INTEGRA LIFESCIENCES CORPORATION (the “Defendant”), by and through its undersigned counsel, for its answer and affirmative defenses to the *Complaint for Avoidance and Recovery of Transfers Pursuant to 11 U.S.C. §§ 547, 548 & 550 and to Disallow Claims Pursuant to 11 U.S.C. § 502(d)* (the “Complaint”)<sup>1</sup> filed by CENTER CITY HEALTHCARE, LLC, d/b/a HAHNEMANN UNIVERSITY HOSPITAL, and ST. CHRISTOPHER'S HEALTHCARE, LLC, each a debtor in the above-referenced case (each a “Debtor”), denies each and every allegation contained in the Complaint except as hereinafter stated, qualified, or admitted. Without waiving any other defense, Defendant responds to the allegations of the Complaint as follows:

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning attributed to them in the Complaint.

The introductory paragraph of the Complaint purports to be a summary of the relief sought by Plaintiff to which no response is required. To the extent that a response is required, Defendant denies that Plaintiff is entitled to the relief sought in the Complaint.

**NATURE OF THE ACTION**

1. Paragraph 1 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

2. Paragraph 2 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is deemed required, the Defendant denies each and every allegation in such paragraph.

3. Paragraph 3 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is deemed required, the Defendant denies each and every allegation in such paragraph.

4. Paragraph 4 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is deemed required, the Defendant denies each and every allegation in such paragraph.

5. Paragraph 5 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil

Procedure, as applicable. To the extent that a response is deemed required, the Defendant denies each and every allegation in such paragraph.

**THE PARTIES**

6. Admitted.
7. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 7 of the Complaint and therefore denies them.
8. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 8 of the Complaint and therefore denies them.
9. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 9 of the Complaint and therefore denies them.
10. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 10 of the Complaint and therefore denies them.
11. Defendant admits that Defendant has a place of business at 1100 Campus Road, Princeton, New Jersey 08540. Whether such location is Defendant's principal office constitutes a legal conclusion and, therefore, is denied.
12. Paragraph 12 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is deemed required, the Defendant denies each and every allegation in such paragraph.

**JURISDICTION AND VENUE**

13. Paragraph 13 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, each Defendant denies each

and every allegation in such paragraph. Further, and without admitting any of the averments contained in this paragraph, the Defendant states that, to the extent the within action is determined to be a non-core proceeding, the Defendant does not consent to the entry of final orders and judgment by this Court.

14. Paragraph 14 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

15. Paragraph 15 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph. Further, and without admitting any of the averments contained in this paragraph, the Defendant states that, to the extent the within action is determined to be a non-core proceeding, the Defendant does not consent to the entry of final orders and judgment by this Court.

16. Paragraph 16 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

#### FACTS

17. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 17 of the Complaint and therefore denies them.

18. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 18 of the Complaint and therefore denies them.

19. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 19 of the Complaint and therefore denies them.

20. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 20 of the Complaint and therefore denies them.

21. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 21 of the Complaint and therefore denies them.

22. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 22 of the Complaint and therefore denies them.

23. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 23 of the Complaint and therefore denies them.

24. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 24 of the Complaint and therefore denies them.

25. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 25 of the Complaint and therefore denies them.

26. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 26 of the Complaint and therefore denies them.

27. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 27 of the Complaint and therefore denies them.

28. Exhibit A to the Complaint is a document which, in and of itself, provides the best evidence of its contents. By way of further response, Defendant denies that any such Transfers (as defined in the Complaint) "were on account of an antecedent obligations," as this allegation

constitutes a legal conclusion pursuant to section 547(b) of the Bankruptcy Code, to which no response is required. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the remaining allegations contained in this paragraph of the Complaint and, therefore, denies them.

29. Exhibit A to the Complaint is a document which, in and of itself, provides the best evidence of its contents. By way of further response, Defendant denies that any such Transfers (as defined in the Complaint) “were on account of an antecedent obligations,” as this allegation constitutes a legal conclusion pursuant to section 547(b) of the Bankruptcy Code, to which no response is required. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the remaining allegations contained in this paragraph of the Complaint and, therefore, denies them.

30. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 30 of the Complaint and therefore denies them.

31. Defendant lacks sufficient knowledge or information to form a belief as to the truth or falsity of the allegations set forth in Paragraph 31 of the Complaint and therefore denies them.

32. Defendant lacks sufficient information or knowledge to know what the “readily available information” was reviewed or to form a belief as to the truth or falsity of the remaining allegations set forth in Paragraph 32 of the Complaint and, therefore, denies them.

### **FIRST CLAIM FOR RELIEF**

#### **(Avoidance of [Alleged] Preferential Transfers - 11 U.S.C. § 547)**

33. Each of the foregoing responses is incorporated as though fully set forth herein.

34. Paragraph 34 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil

Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

35. Paragraph 35 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

36. Paragraph 36 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

37. Paragraph 37 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is deemed required, the Defendant denies each and every allegation in such paragraph.

38. Paragraph 38 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

39. Paragraph 39 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

40. Paragraph 40 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

41. Paragraph 41 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

42. Denied.

### **SECOND CLAIM FOR RELIEF**

#### **(Avoidance of [Alleged] Fraudulent Transfers – 11 U.S.C. § 548)**

43. Each of the foregoing responses is incorporated as though fully set forth herein.

44. Paragraph 44 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

45. Denied.

### **THIRD CLAIM FOR RELIEF**

#### **(Recovery of Property – 11 U.S.C. § 550)**

46. Each of the foregoing responses is incorporated as though fully set forth herein.

47. Paragraph 47 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil

Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

48. Denied.

#### **FOURTH CLAIM FOR RELIEF**

##### **(Disallowance of all Claims – 11 U.S.C. § 502(d) and (j))**

49. Each of the foregoing responses is incorporated as though fully set forth herein.

50. Paragraph 50 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

51. Paragraph 51 of the Complaint states legal conclusions to which no response is required under the Federal Rules of Bankruptcy Procedure and/or the Federal Rules of Civil Procedure, as applicable. To the extent that a response is required, the Defendant denies each and every allegation in such paragraph.

52. Denied.

#### **RESERVATION OF RIGHTS**

The Reservation of Rights section of the Complaint consists of statements of intent and reservations of rights to which no response is required. To the extent that a response is required, Defendant denies the allegations in the Reservation of Rights section of the Complaint.

#### **DENIAL OF ALL ALLEGATIONS NOT EXPRESSLY ADMITTED**

Defendant denies all allegations contained in the Complaint that are not expressly admitted above.

**FIRST AFFIRMATIVE DEFENSE**

The Complaint fails to state a claim upon which relief can be granted.

**SECOND AFFIRMATIVE DEFENSE**

To the extent that the Defendant received payments, the payments are not avoidable because of Defendant's "contemporaneous exchange for new value" defense under section 547(c)(1) of the Bankruptcy Code.

**THIRD AFFIRMATIVE DEFENSE**

To the extent that the Defendant received payments, the payments are not avoidable because of Defendant's "ordinary course of business" defense under section 547(c)(2) of the Bankruptcy Code.

**FOURTH AFFIRMATIVE DEFENSE**

To the extent that the Defendant received payments, the payments are not avoidable because of Defendant's "subsequent new value" defense under section 547(c)(4) of the Bankruptcy Code.

**FIFTH AFFIRMATIVE DEFENSE**

To the extent that the Defendant received payments, Defendant reserves all rights of setoff and recoupment, including without limitation, any prepetition and post-petition goods and services provided to the Debtor for which payment has not been made or for any distributions owing to Defendant.

**SIXTH AFFIRMATIVE DEFENSE**

To the extent that the Defendant received payments, the payments were received in exchange for value, in good faith, and without knowledge of any voidability.

**SEVENTH AFFIRMATIVE DEFENSE**

To the extent that the Defendant received payments, the payments were received by Defendant in good faith and in exchange for fair consideration and value given, including the full or partial satisfaction of a present or antecedent debt, and without the knowledge or intent to hinder, delay, or otherwise create a voidable transfer.

**EIGHTH AFFIRMATIVE DEFENSE**

Defendant reserves the right to assert additional defenses based upon further investigation or discovery.

WHEREFORE, Defendant respectfully requests that this Court (i) enter judgment in Defendant's favor, (ii) award attorneys' fees and costs to Defendant, and (iii) grant such other and further relief to Defendant as is appropriate.

Dated: October 15, 2021  
Wilmington, Delaware

Respectfully submitted,

**REED SMITH LLP**

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